



WHOSE SIDE...
...ARE YOU ON?

THE MARVEL UNIVERSE IS CHANGING. AFTER THE RASH ACTIONS OF FOUR YOUNG HEROES CAUSE THE DESTRUCTION OF STAMFORD, CONNECTICUT, A SUPERHUMAN REGISTRATION ACT IS PASSED, REQUIRING ALL THOSE POSSESSING PARANORMAL ABILITIES TO REGISTER WITH THE GOVERNMENT. REACTION AMONG THE SUPER HEROES IS SPLIT DOWN THE MIDDLE, WITH AN AWOL CAPTAIN AMERICA ON ONE SIDE AND A PRO-REGISTRATION IRON MAN ON THE OTHER. AFTER A BRUTAL BATTLE, MANY HEROES ARE LEFT INJURED, DISCOURAGED AND QUESTIONING WHERE THEY STAND. AS SPIDER-MAN DEFECTS FROM THE PRO-REGISTRATION SIDE, IRON MAN REVEALS THE NEWEST ELEMENT OF HIS PLAN: A MASSIVE PRISON COMPLEX LOCATED INSIDE THE EXTRADIMENSIONAL NEGATIVE ZONE!

CIVIL WAR

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A MARVEL COMICS® EVENT IN SEVEN PARTS

MARVEL

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CIVIL WAR

A Superhuman Registration Act has been passed which requires all people possessing paranormal abilities to register with the government. Those who do not register are considered criminals. Some heroes, such as Iron Man, see this as a natural evolution of the role of superhumans in society and a reasonable request. Others view the Act as an assault on their civil liberties. Captain America currently leads an underground resistance movement against the new law.

After a brutal battle, Bill Foster--the anti-registration hero known as Goliath--has been killed. Other members of Captain America's resistance have been captured and brought to the pro-registration faction's holding facility in the Negative Zone. Both sides have retreated in order to regroup and plan their next move.

Many heroes have been left injured, discouraged, and questioning where they stand. While some of Captain America's allies have joined with Tony Stark, Spider-Man has left the pro-registration side. Jack O'Lantern and the Jester--members of a newer and more vicious Thunderbolts team--were sent to track down Spider-Man. After nearly killing him, the villains were gunned down by the Punisher, who took Spider-Man's battered body back to one of Captain America's safehouses. The resistance now has Frank Castle on their side.



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CIVIL WAR No. 6, December, 2006. Published Monthly except semi-monthly in July, August, September, October, November and December by MARVEL PUBLISHING, INC., a subsidiary of MARVEL ENTERTAINMENT, INC. OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. © 2006 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.99 per copy in the U.S. and \$3.75 in Canada (GST #R127032852) in the direct market and \$2.99 per copy in the U.S. and \$4.25 in Canada (GST #R127032852) through the newsstand: Canadian Agreement #40668537. Printed in Canada. ALAN FINE, President & CEO Of Marvel Toys and Marvel Publishing, Inc.; DAVID BOGART, VP Of Publishing Operations; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIE, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Joe Maimone, Advertising Director, at jmaimone@marvel.com or 212-576-8534. For Marvel subscription inquiries, please call 800-217-9158.

S.H.I.E.L.D. BASE, ARIZONA:



CAN WE STILL
CALL HIM HERCULES
WHEN THERE'S ALREADY
A HERCULES OUT
THERE?

FORTUNATELY, GREEK
GODS AREN'T ESPECIALLY
LITIGIOUS, COMMANDER
HILL. BESIDES, ALL THOSE
GOLIATHS OVER THE
YEARS NEVER BOTHERED
ME.

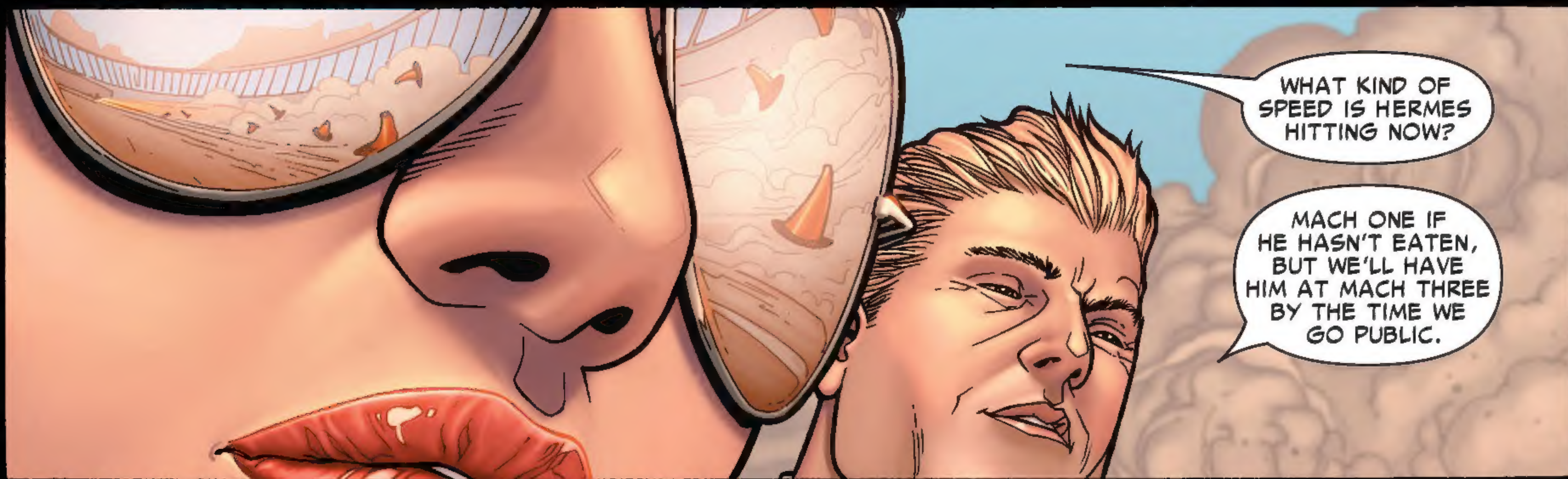


THE AVENGERS IN NEW YORK AND THESE CHAMPIONS IN CALIFORNIA GIVE THE INITIATIVE A NICE SENSE OF BALANCE, DOCTOR PYM.

AND MAKING HERMES A FORMER TRACK STAR WAS A STROKE OF GENIUS. WAS THAT YOU OR REED RICHARDS?

ACTUALLY, THAT WAS TONY STARK. HE ALSO CAME UP WITH THE IDEA OF MAKING APHRODITE A FORMER SUPER-MODEL.

STAND CLEAR OF THE TRACK, PLEASE...



WHAT KIND OF SPEED IS HERMES HITTING NOW?

MACH ONE IF HE HASN'T EATEN, BUT WE'LL HAVE HIM AT MACH THREE BY THE TIME WE GO PUBLIC.



THE CHAMPIONS IN CALIFORNIA, THOSE MORMON HEROES IN UTAH AND THE SPACEKNIGHTS HEADING FOR CHICAGO.

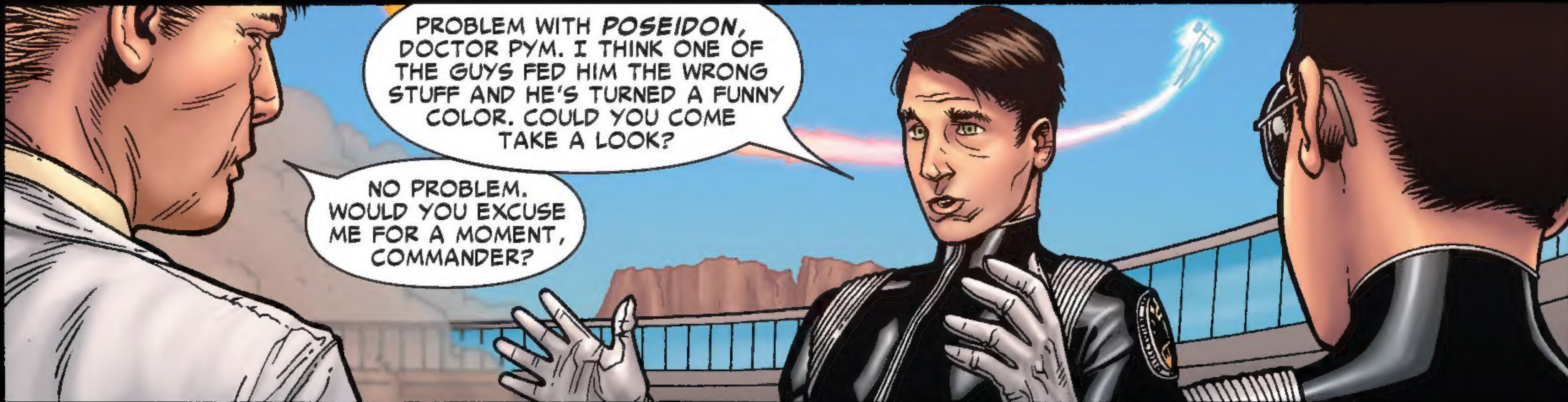
PENDING BACKGROUND CHECKS AND THE LOCAL AUTHORITIES GIVING THEIR ABSOLUTE APPROVAL.

BUT WHO DID WE HAVE FOR IOWA AGAIN? ARE YOU SENDING THE FORCE WORKS PEOPLE OVER THERE?



THE PUBLIC NEEDS SUPER-PEOPLE THEY CAN COUNT ON.

WE DO THIS RIGHT OR NOT AT ALL.



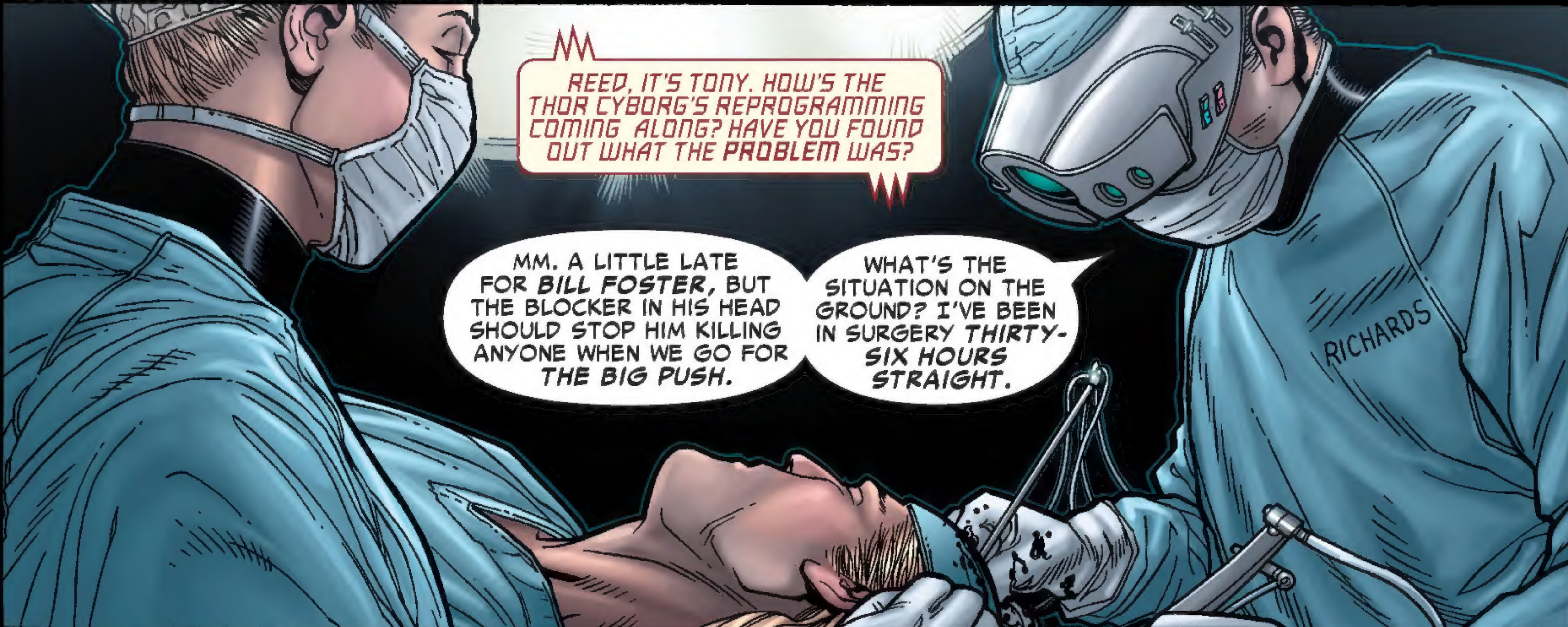
PROBLEM WITH *POSEIDON*, DOCTOR PYM. I THINK ONE OF THE GUYS FED HIM THE WRONG STUFF AND HE'S TURNED A FUNNY COLOR. COULD YOU COME TAKE A LOOK?

NO PROBLEM. WOULD YOU EXCUSE ME FOR A MOMENT, COMMANDER?



MA'AM.

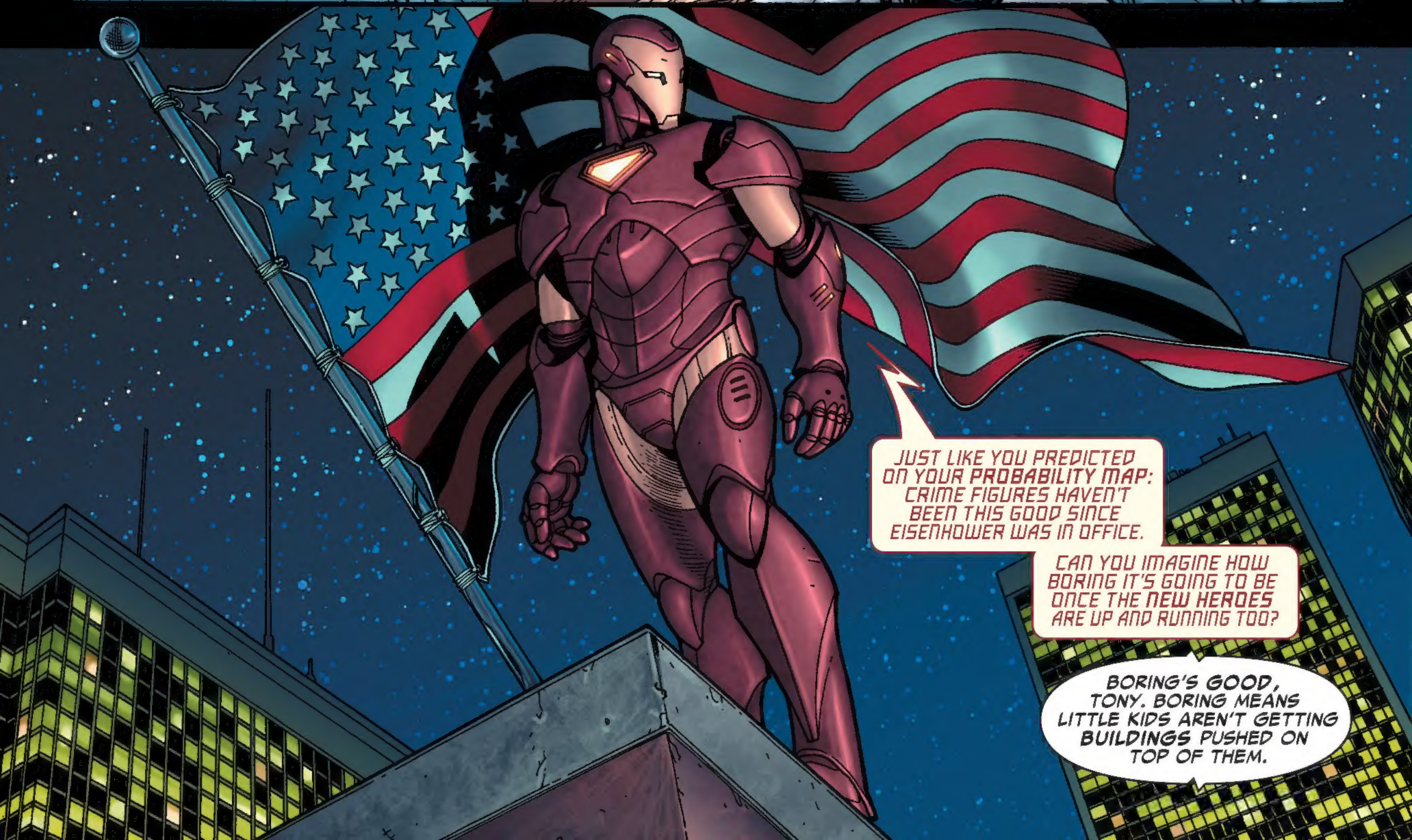
THE BAXTER BUILDING:



REED, IT'S TONY. HOW'S THE THOR CYBORG'S REPROGRAMMING COMING ALONG? HAVE YOU FOUND OUT WHAT THE PROBLEM WAS?

MM. A LITTLE LATE FOR BILL FOSTER, BUT THE BLOCKER IN HIS HEAD SHOULD STOP HIM KILLING ANYONE WHEN WE GO FOR THE BIG PUSH.

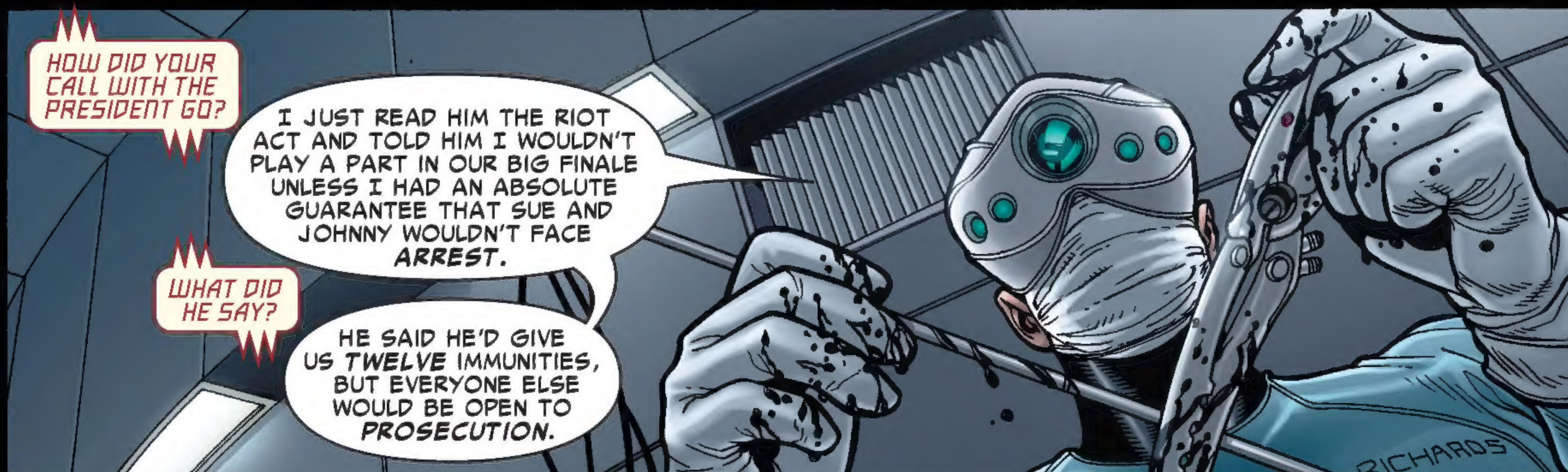
WHAT'S THE SITUATION ON THE GROUND? I'VE BEEN IN SURGERY THIRTY-SIX HOURS STRAIGHT.



JUST LIKE YOU PREDICTED ON YOUR PROBABILITY MAP: CRIME FIGURES HAVEN'T BEEN THIS GOOD SINCE EISENHOWER WAS IN OFFICE.

CAN YOU IMAGINE HOW BORING IT'S GOING TO BE ONCE THE NEW HEROES ARE UP AND RUNNING TOO?

BORING'S GOOD, TONY. BORING MEANS LITTLE KIDS AREN'T GETTING BUILDINGS PUSHED ON TOP OF THEM.

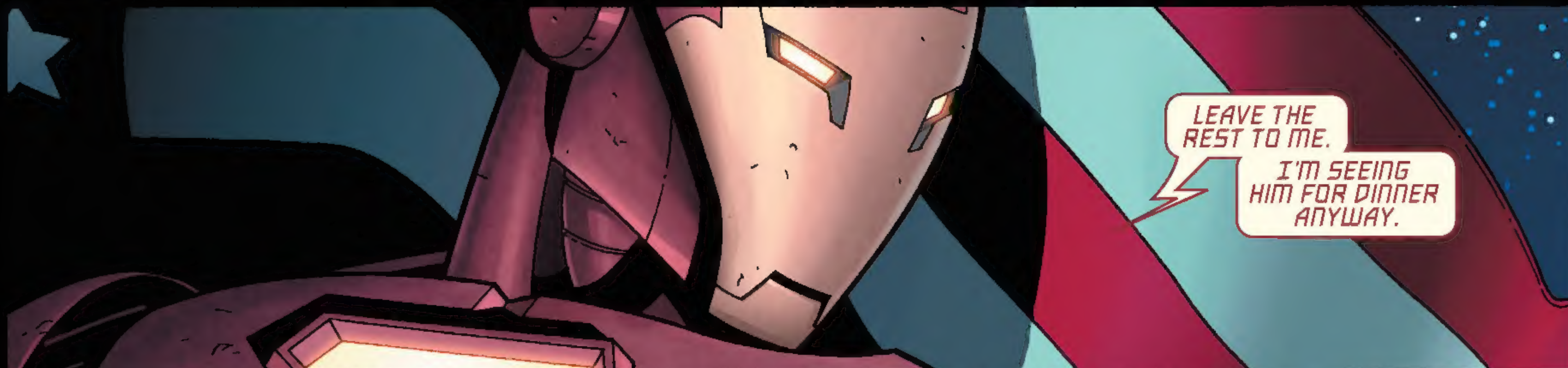


HOW DID YOUR
CALL WITH THE
PRESIDENT GO?

I JUST READ HIM THE RIOT
ACT AND TOLD HIM I WOULDN'T
PLAY A PART IN OUR BIG FINALE
UNLESS I HAD AN ABSOLUTE
GUARANTEE THAT SUE AND
JOHNNY WOULDN'T FACE
ARREST.

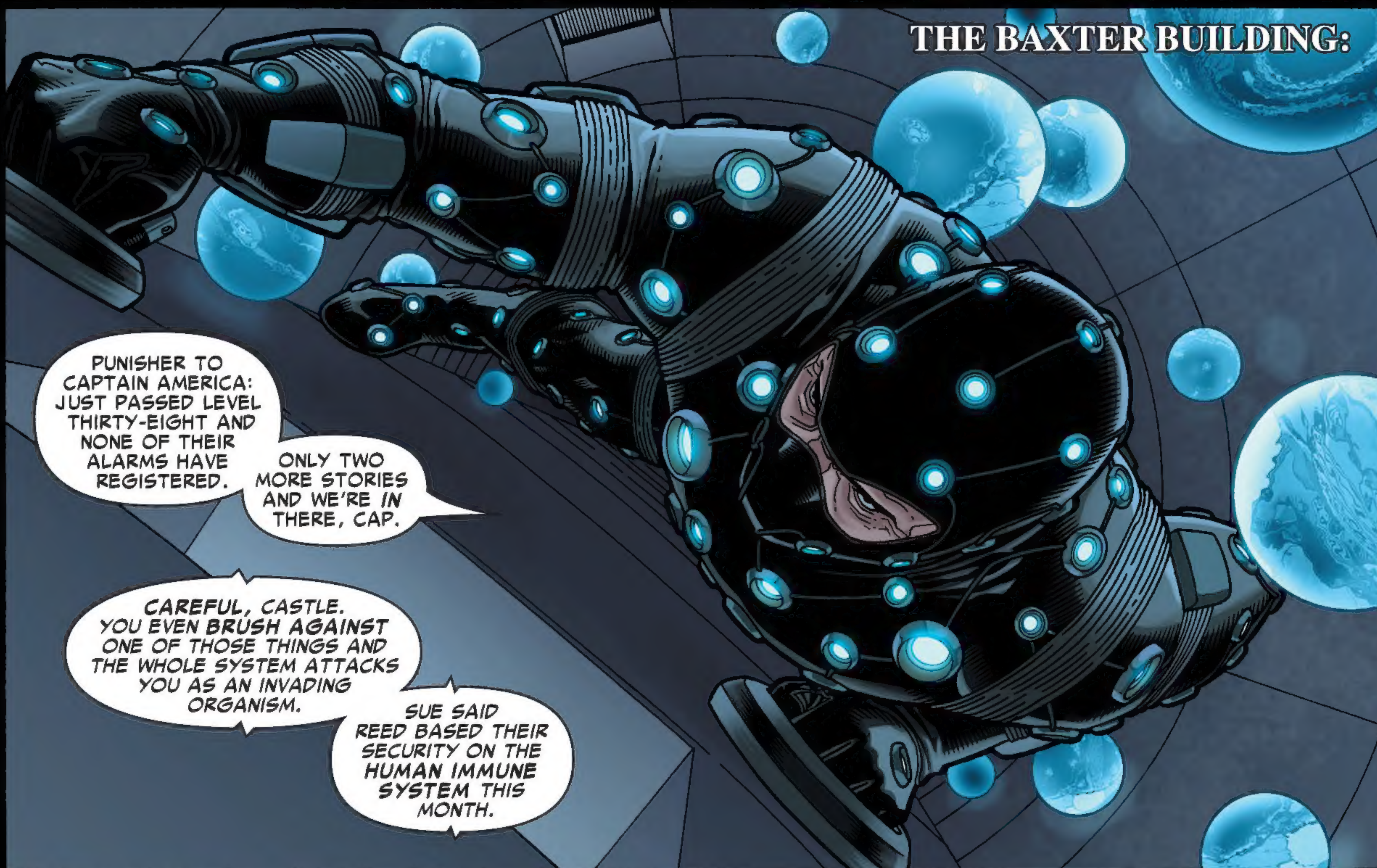
WHAT DID
HE SAY?

HE SAID HE'D GIVE
US **TWELVE** IMMUNITIES,
BUT EVERYONE ELSE
WOULD BE OPEN TO
PROSECUTION.



LEAVE THE
REST TO ME.

I'M SEEING
HIM FOR DINNER
ANYWAY.



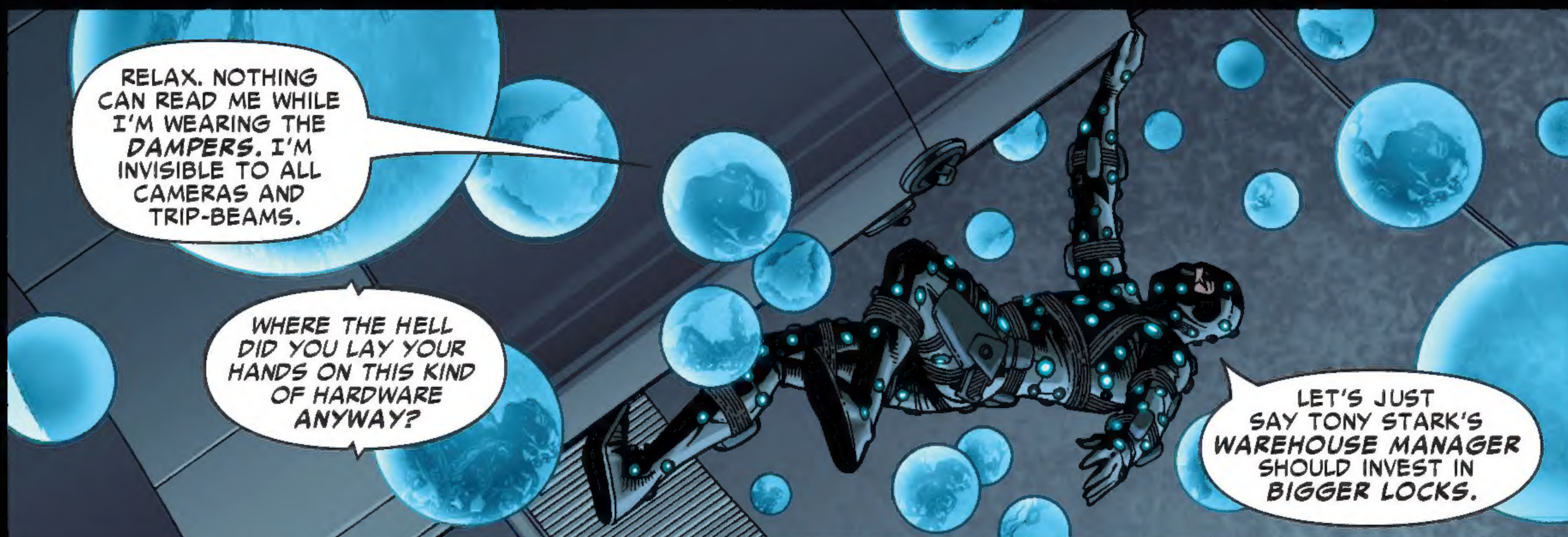
THE BAXTER BUILDING:

PUNISHER TO
CAPTAIN AMERICA:
JUST PASSED LEVEL
THIRTY-EIGHT AND
NONE OF THEIR
ALARMS HAVE
REGISTERED.

ONLY TWO
MORE STORIES
AND WE'RE IN
THERE, CAP.

CAREFUL, CASTLE.
YOU EVEN BRUSH AGAINST
ONE OF THOSE THINGS AND
THE WHOLE SYSTEM ATTACKS
YOU AS AN INVADING
ORGANISM.

SUE SAID
REED BASED THEIR
SECURITY ON THE
HUMAN IMMUNE
SYSTEM THIS
MONTH.



RELAX. NOTHING
CAN READ ME WHILE
I'M WEARING THE
DAMPERS. I'M
INVISIBLE TO ALL
CAMERAS AND
TRIP-BEAMS.

WHERE THE HELL
DID YOU LAY YOUR
HANDS ON THIS KIND
OF HARDWARE
ANYWAY?

LET'S JUST
SAY TONY STARK'S
WAREHOUSE MANAGER
SHOULD INVEST IN
BIGGER LOCKS.



CAPTAIN AMERICA'S SAFEHOUSE:

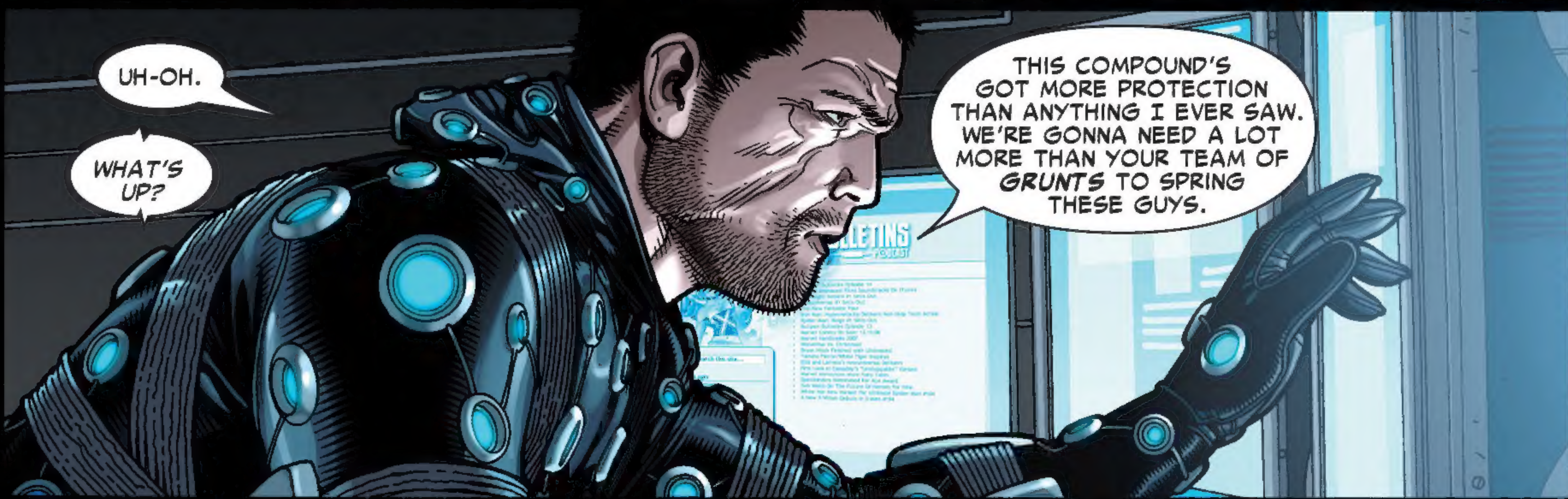
OKAY, I'M
IN THEIR DATA-
HOUSE.

GOOD. NOW I NEED
EVERYTHING YOU CAN FIND
ON THIS NUMBER 42 COMPLEX:
THIS BIG SUPER-PRISON WHERE
THEY'RE HOLDING OUR GUYS IN
THE NEGATIVE ZONE.

I NEED THE **SIZE**,
HOW MUCH SPACE WE'LL
HAVE TO **MOVE** AROUND
AND HOW MANY **ACCESS**
POINTS THEY'VE BUILT.
THINK YOU CAN HANDLE
THAT WITHOUT SHOOTING
SOMEBODY IN THE
HEAD?



HILARIOUS.



UH-OH.

WHAT'S
UP?

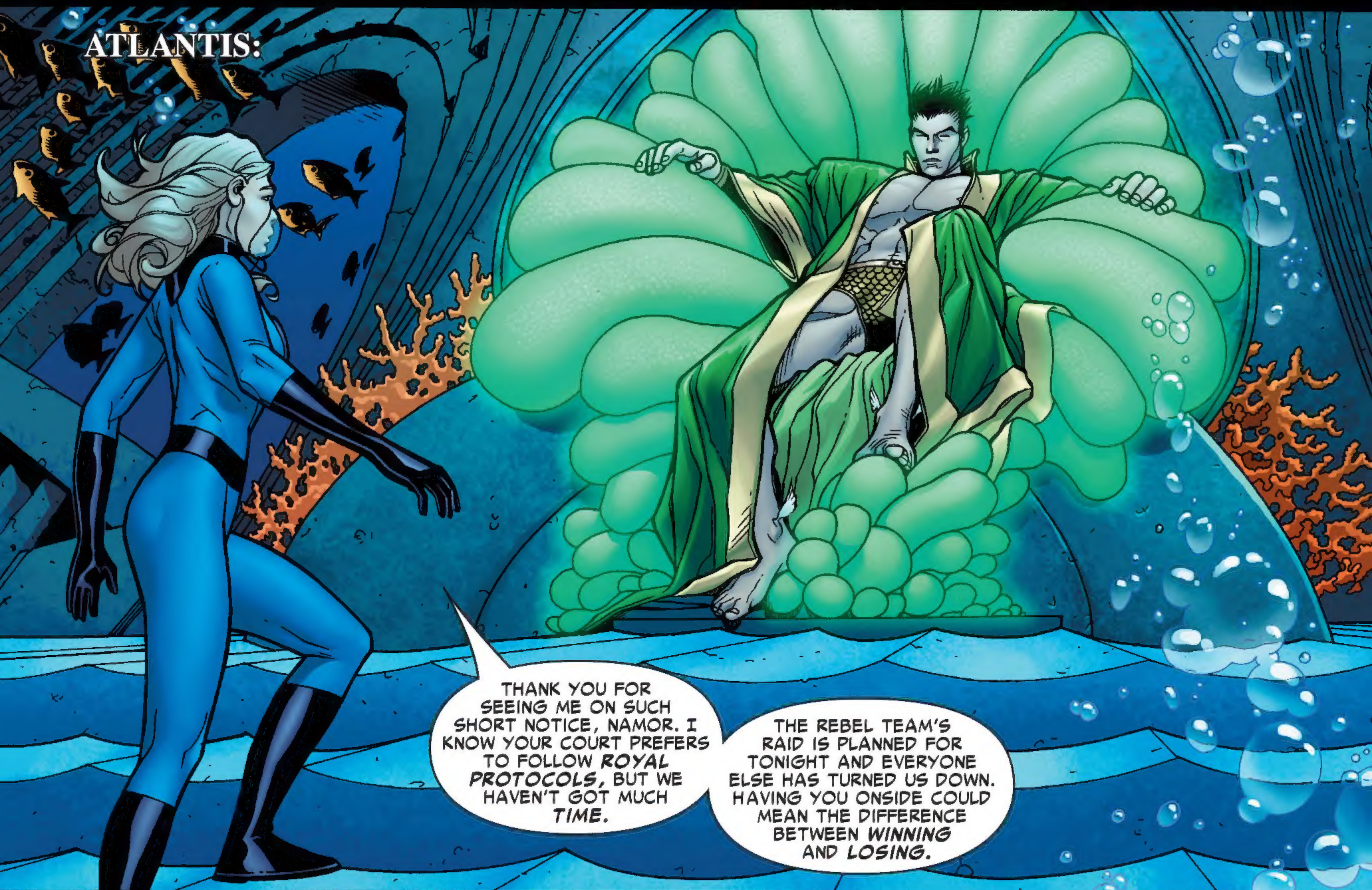
THIS COMPOUND'S
GOT MORE PROTECTION
THAN ANYTHING I EVER SAW.
WE'RE GONNA NEED A LOT
MORE THAN YOUR TEAM OF
GRUNTS TO SPRING
THESE GUYS.



I'M ON IT,
CASTLE.

JUST KEEP
TYPING.

ATLANTIS:



THANK YOU FOR SEEING ME ON SUCH SHORT NOTICE, NAMOR. I KNOW YOUR COURT PREFERS TO FOLLOW **ROYAL PROTOCOLS**, BUT WE HAVEN'T GOT MUCH TIME.

THE REBEL TEAM'S RAID IS PLANNED FOR TONIGHT AND EVERYONE ELSE HAS TURNED US DOWN. HAVING YOU ONSIDE COULD MEAN THE DIFFERENCE BETWEEN **WINNING** AND **LOSING**.



YOUR MAJESTY.



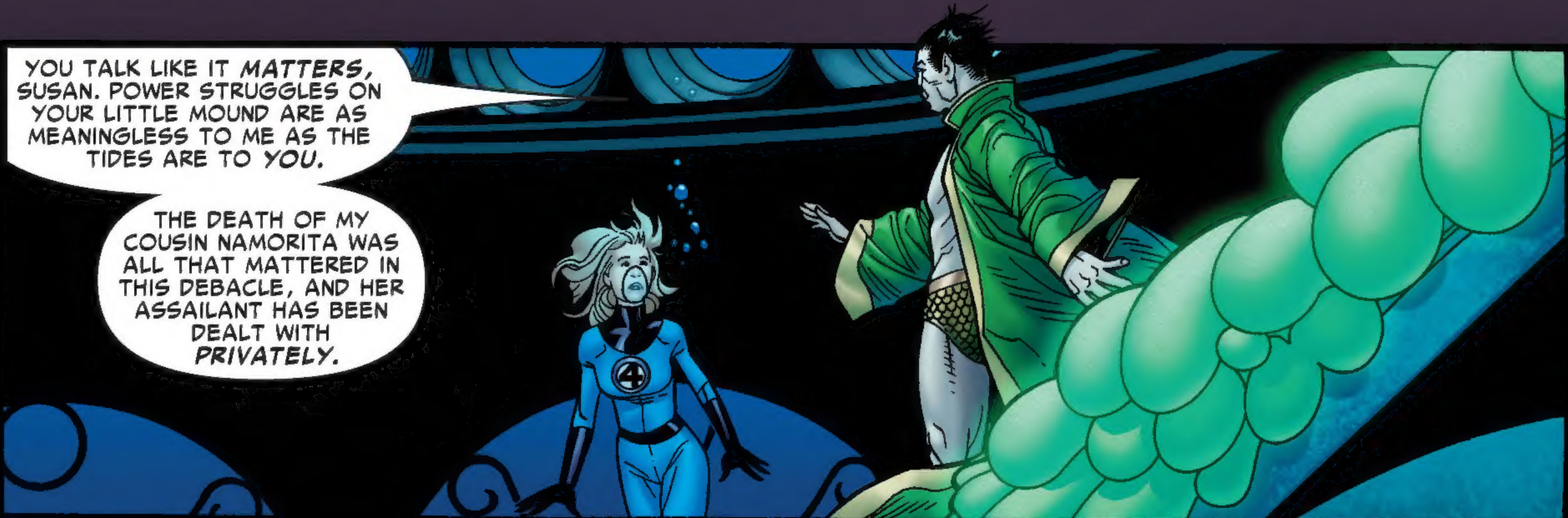
WHAT?

I BELIEVE THAT'S THE CORRECT TERM WHEN YOU'RE ADDRESSING A FOREIGN **DIGNITARY**, MRS. RICHARDS.



DON'T PLAY GAMES, NAMOR. THIS IS THE GRAVEST CRISIS WE'VE EVER FACED. THEY'VE ISSUED A **SUPERHUMAN DRAFT**, AND THEY'RE **IMPRISONING** PEOPLE WHO DON'T COMPLY.

CAN YOU BELIEVE THEY'RE ACTUALLY RECRUITING **SUPER-VILLAINS** TO BRING US IN?



YOU TALK LIKE IT MATTERS, SUSAN. POWER STRUGGLES ON YOUR LITTLE MOUND ARE AS MEANINGLESS TO ME AS THE TIDES ARE TO YOU.

THE DEATH OF MY COUSIN NAMORITA WAS ALL THAT MATTERED IN THIS DEBACLE, AND HER ASSAILANT HAS BEEN DEALT WITH PRIVATELY.




BUT CAP'S ONE OF YOUR OLDEST FRIENDS. YOU'VE KNOWN HIM LONGER THAN ANYONE.



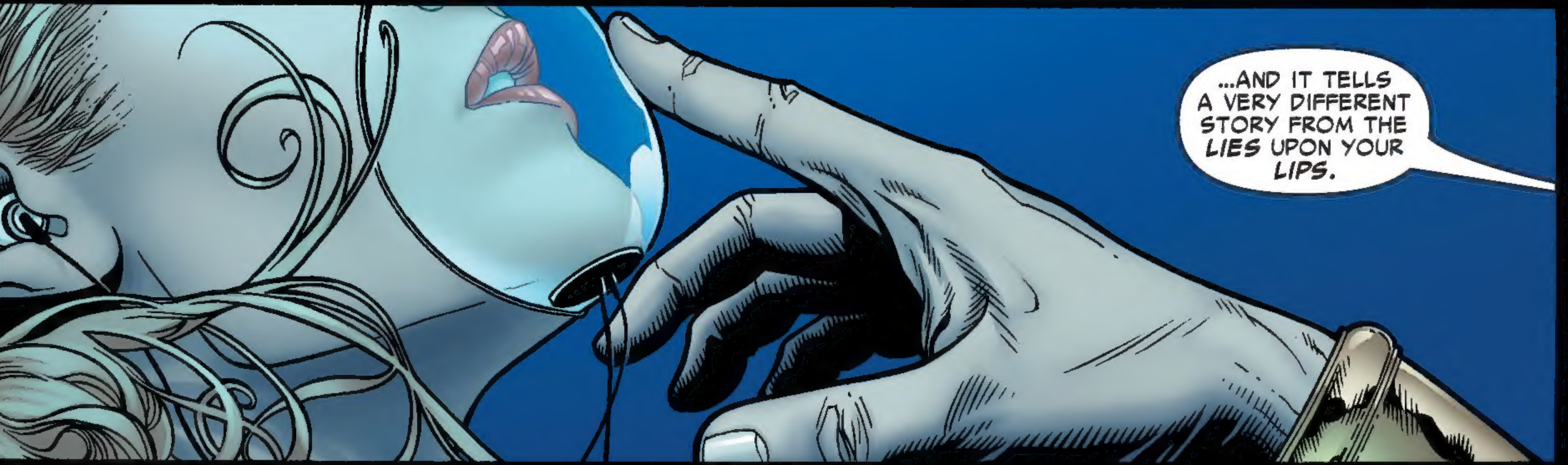
AND WHERE IS THIS FRIEND NOW? TRYING TO MAKE DEALS WITH THE X-MEN OR STEPHEN STRANGE WHILE HE SENDS YOU HERE WITH YOUR PUPPY-DOG EYES?

TELL THIS NEW MASTER OF YOURS I HAVE NO INTEREST IN HELPING A MAN WHO WOULD TAKE ADVANTAGE OF OUR UNIQUE RELATIONSHIP.



WHAT ARE YOU TALKING ABOUT? WE DON'T HAVE A RELATIONSHIP.

I CAN FEEL YOUR HEARTBEAT THROUGH THE WATER, MRS. RICHARDS...



...AND IT TELLS A VERY DIFFERENT STORY FROM THE LIES UPON YOUR LIPS.

THE SECRET AVENGERS:

SO WHAT
KIND OF **NUMBERS**
ARE WE LOOKING AT,
FALCON?

NAMOR SAYS NO,
WOLVERINE WON'T BREAK
RANKS WITH THE X-MEN,
AND DOCTOR STRANGE IS
STILL OUT OF REACH,
CAP.

THAT SAID, THE BLACK
PANTHER WAS VERY UPSET ABOUT
THE WHOLE **BILL FOSTER** THING
AND GAVE ME HIS ASSURANCE THAT
BOTH HE AND STORM WOULD
HAVE OUR BACKS.



HOW YOU DOING,
SPIDER-MAN? FEELING
BETTER?

NOT TOO SHABBY, CAGE.
STILL A LITTLE WOZZY FROM
THE JACK O'LANTERN GAS BOMB,
BUT I'VE GOTTA SAY I'M
PSYCHED BEING BACK IN MY
OLD COSTUME.



IT GIVES ME A
GOOD FEELING
TOO, MAN. LIKE
THINGS ARE FINALLY
GETTING BACK
TO NORMAL. KNOW
WHAT I'M
SAYING?

JEEZ.
YOU TWO
WANNA GET
A ROOM?

OOH! WHAT'S
UP, HONEY? YOU
JEALOUS?





OKAY, LET'S GET DOWN TO BUSINESS: THE PUNISHER GOT US ALL THE PLANS ON THE NEGATIVE ZONE PRISON, AND THE LAYOUT OF THE PLACE CAN BE FOUND IN THIS THREE-DIMENSIONAL SCHEMATIC.

OSTENSIBLY, IT'S FOR HIGH-RISK SUPER-VILLAINS, BUT AS YOU KNOW, REBEL SUPER HEROES ARE BEING HELD THERE TOO.



STARK, PYM AND RICHARDS ARE PLANNING PUPPET HEROES IN EVERY STATE AND FIFTY PORTALS LEADING DIRECTLY FROM THEIR LOCAL PENS INTO THIS HUGE COLLECTIVE SUPER-PRISON.

SO FAR, ONLY TWO OF THESE DOORWAYS HAVE BEEN FINISHED, AND WE OBTAINED THE *CODES* FOR THE ONE ON RYKER'S ISLAND.



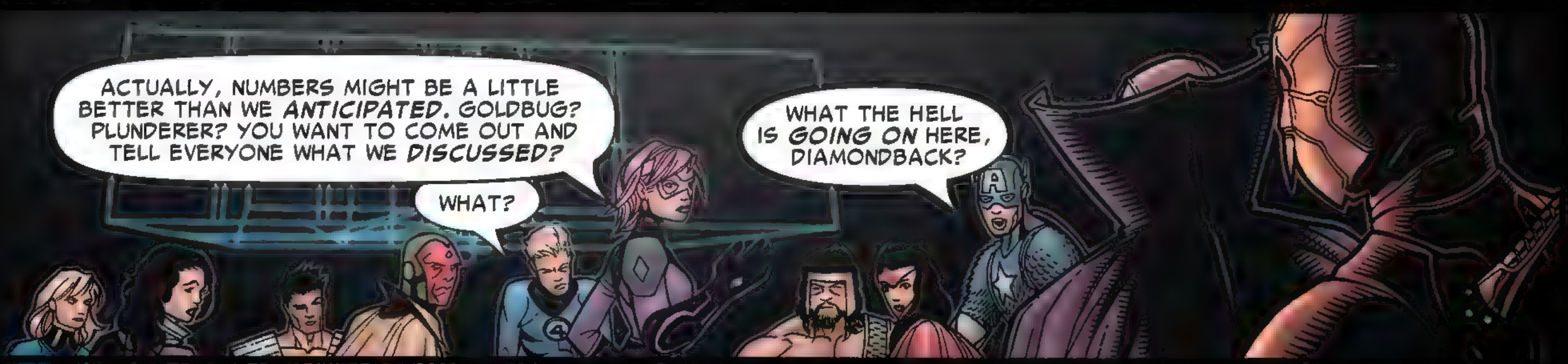
BUT WE NEED TO MOVE FAST. OUR INTEL SUGGESTS THEY'RE PLANNING A HUGE ASSAULT WITH S.H.I.E.L.D. AND THE THUNDERBOLTS, SO TONIGHT IS OUR ABSOLUTE LAST OPPORTUNITY.

SPIDER-MAN, WE KNOW YOU'RE NOT IN THE BEST OF SHAPE RIGHT NOW, SO NOBODY'S GOING TO JUDGE YOU IF YOU SIT THIS ONE OUT.



NOT A CHANCE, CAP. I NEED TO DO SOMETHING TO MAKE UP FOR ALL THE BAD MOVES I'VE MADE LATELY.

BESIDES, NUMBERS BEING WHAT THEY ARE, I THINK YOU'RE GONNA NEED EVERY EXTRA PAIR OF HANDS.



ACTUALLY, NUMBERS MIGHT BE A LITTLE BETTER THAN WE ANTICIPATED. GOLDBUG? PLUNDERER? YOU WANT TO COME OUT AND TELL EVERYONE WHAT WE DISCUSSED?

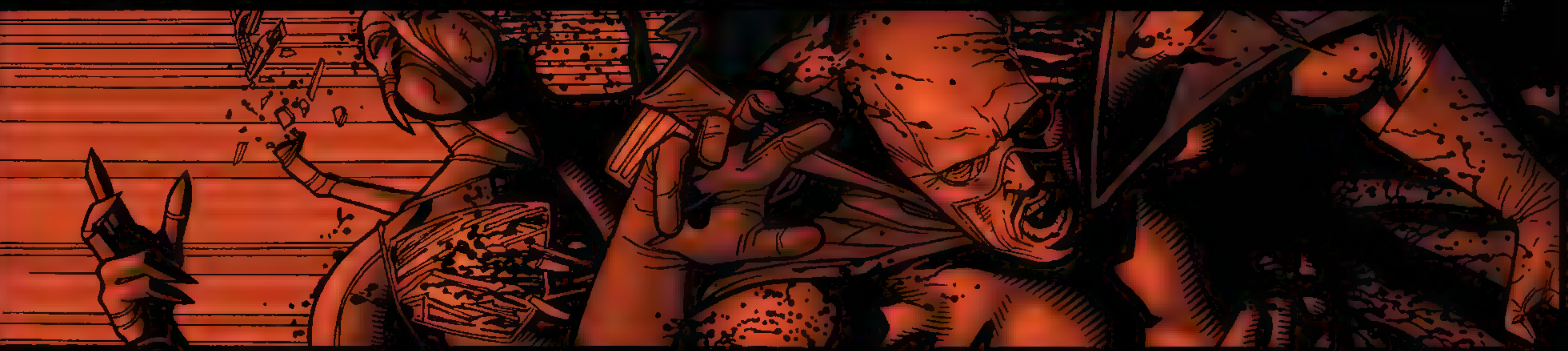
WHAT THE HELL IS GOING ON HERE, DIAMONDBACK?

WHAT?



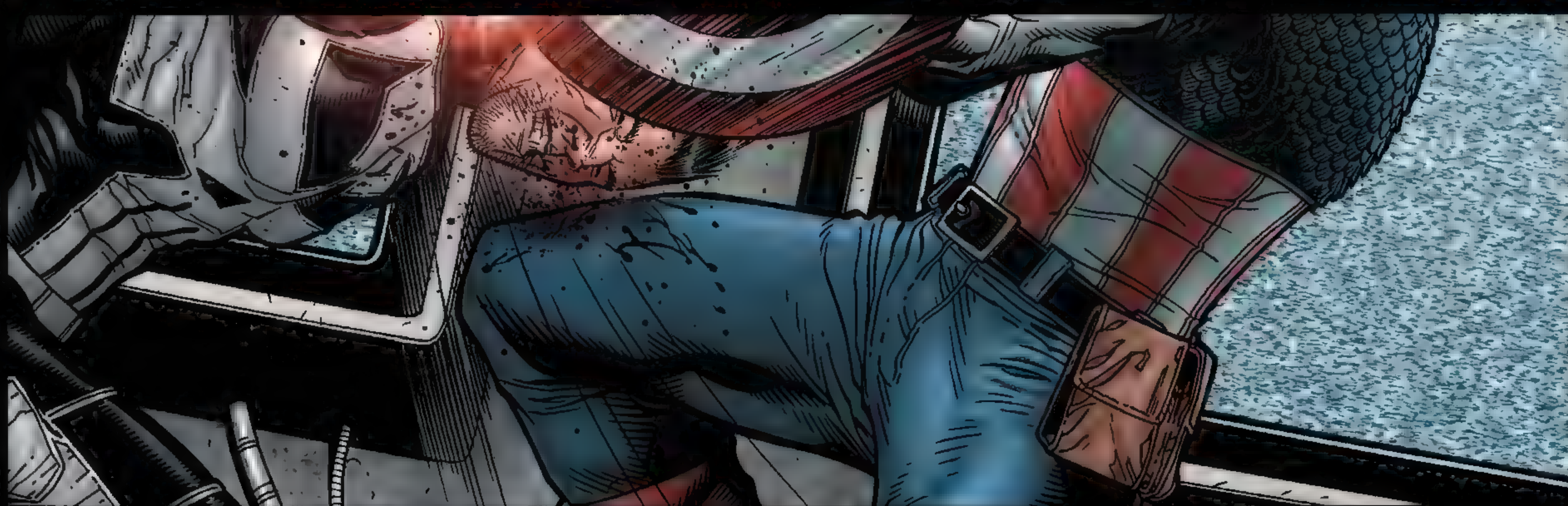
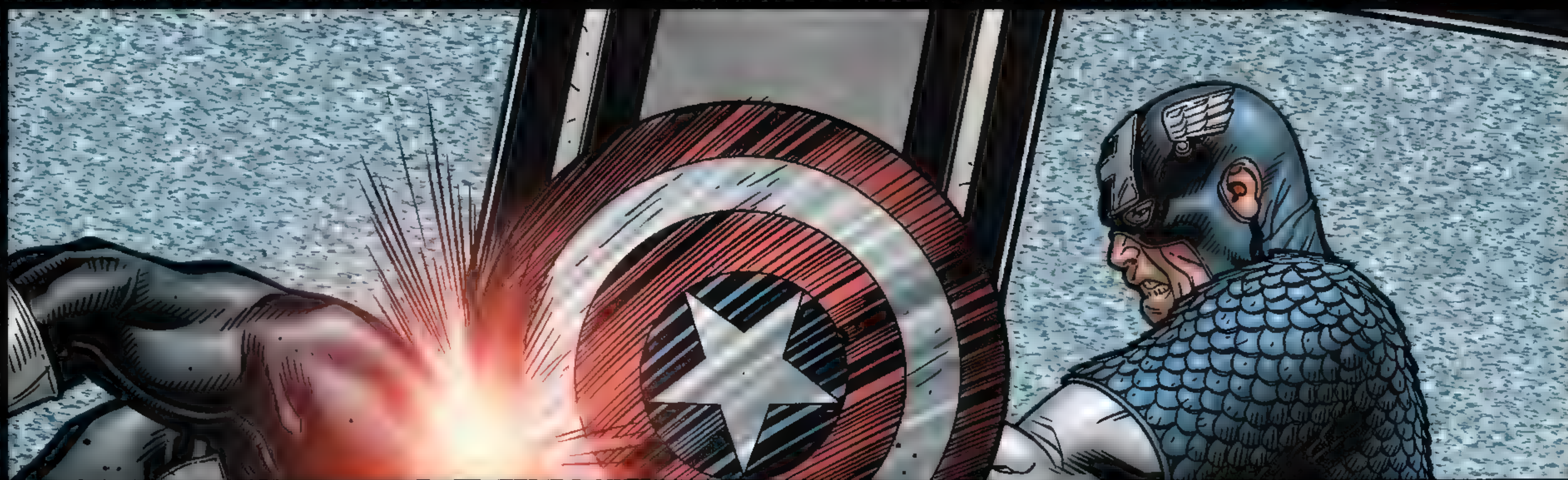
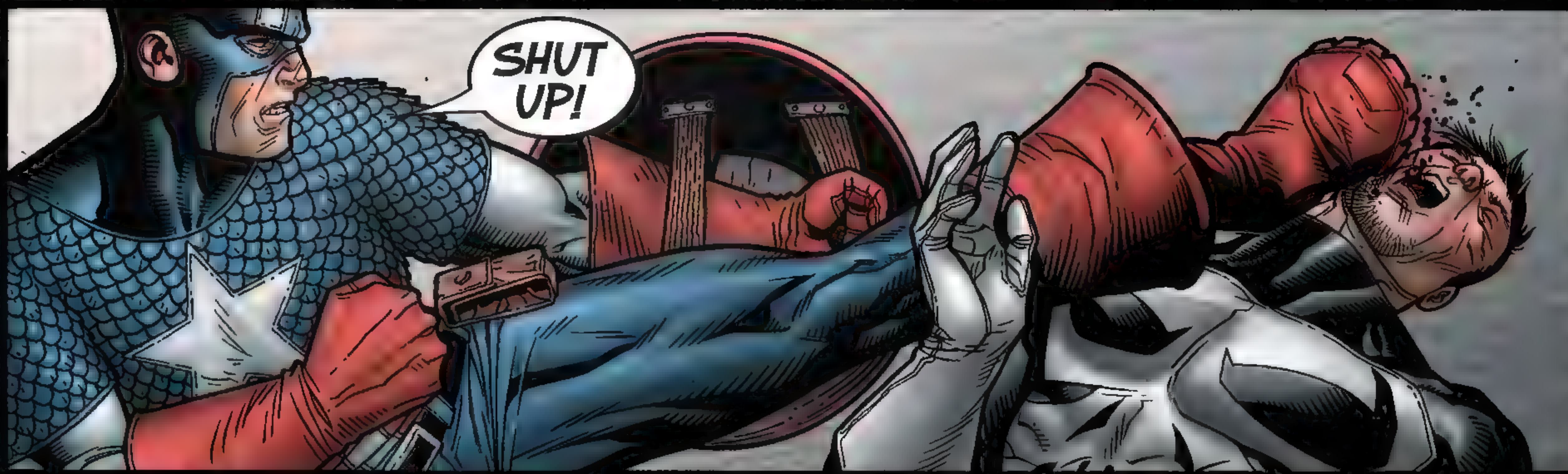
YOU GUYS AIN'T THE ONLY ONES SCARED WE'RE HEADING FOR A POLICE STATE, CAPTAIN. THE SUPER-CRIMINAL COMMUNITY'S MORE CONCERNED ABOUT STARK'S PLANS THAN ANYONE.

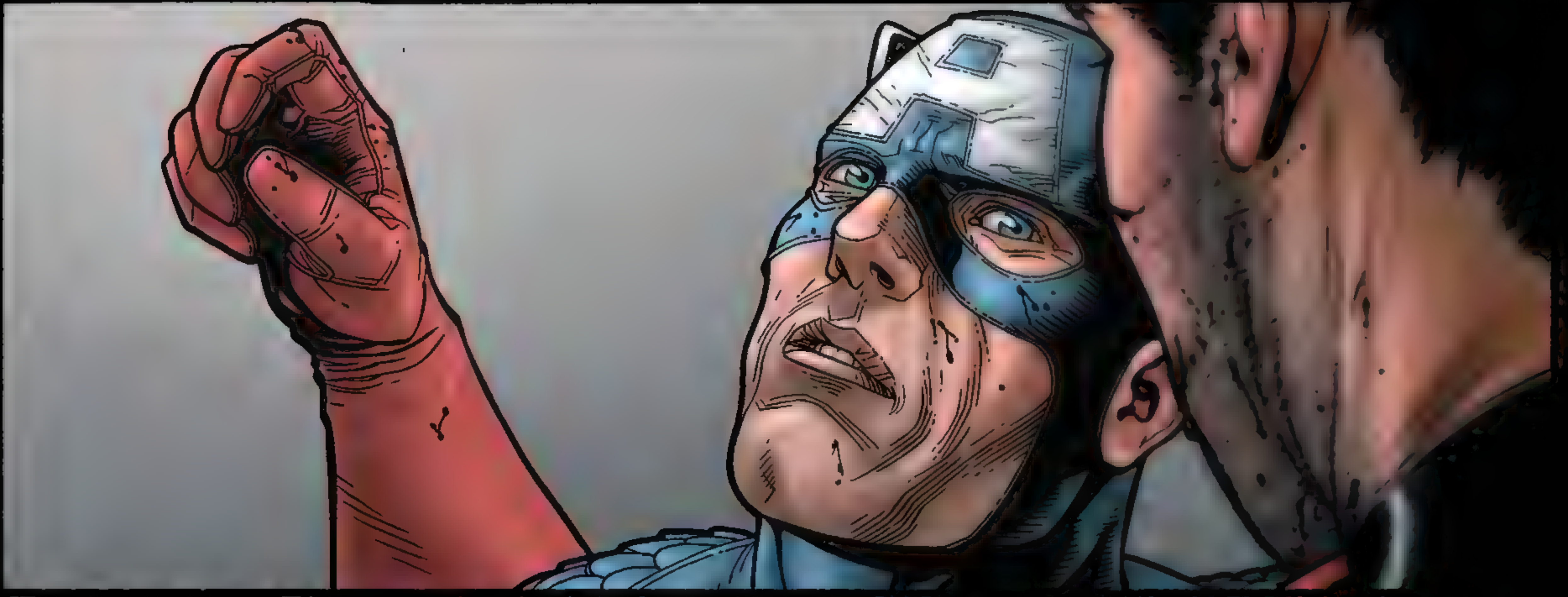
WE JUST CAME BY TO LET YOU KNOW WE'RE HERE IF YOU NEED US. ONLY FAIR IF IRON MAN'S GOT SUPER-VILLAINS ON HIS SIDE, RIGHT? WHADDAYA SAY?



WHAT?







GET HIM OUT OF HERE!
AND THROW HIS GUNS IN THE
INCINERATOR! I MUST HAVE
BEEN OUT OF MY MIND TO
GIVE THAT ANIMAL A SHOT
ON THIS TEAM!

WELL, HE
LASTED ABOUT
TEN MINUTES
MORE THAN I
EXPECTED.



I WONDER
WHY HE WOULDN'T
HIT CAP.

ARE YOU KIDDING ME? CAP'S
PROBABLY THE REASON HE WENT TO
VIETNAM. SAME GUY, DIFFERENT WAR.



WRONG.

FRANK
CASTLE IS
INSANE.

STAMFORD, CONNECTICUT:

I HOPE YOU LIKE THE GARDENS WE BUILT IN THE CHILDREN'S HONOR, MIRIAM.

THEY'RE BEAUTIFUL, TONY. SO NICE TO HAVE A PLACE WHERE WE CAN COME AND SIT--Y'KNOW--WHenever WE'RE FEELING LONELY AND STUFF.

I REALLY WANT TO THANK YOU FOR ALL THIS. NOT JUST THE MONEY. I MEAN, ALL THE WORK YOU'VE DONE TO PUSH MY BIG IDEA.

I HATE HOW MUCH IT'S COST YOU PERSONALLY. I NEVER WOULD HAVE ASKED IF I'D KNOWN YOUR LIVES WOULD GET TORN APART LIKE THIS.

WE KNEW WHAT WE WERE TAKING ON, MIRIAM. THERE'S NO SHAME IN MAKING ENEMIES IF IT MEANS MAKING PEOPLE SAFER.

DR. STRANGE'S SANCTUARY, THE NORTH POLE:

HOW LONG SINCE YOU HAVE EATEN NOW, STEPHEN STRANGE?

JUST A LITTLE WATER SINCE THE CIVIL WAR BEGAN, UATU.

ARE YOU NOT TEMPTED TO SIMPLY END IT? WITH YOUR GREAT POWER, YOU COULD STOP THIS QUARREL WITH A GESTURE OR A WHISPER.

PRECISELY WHY I MUST REMAIN ABOVE THE FRAY.

THERE IS NO RIGHT OR WRONG IN THIS DEBATE. IT IS SIMPLY A MATTER OF PERSPECTIVE, AND IT IS NOT MY PLACE TO INFLUENCE THE EVOLUTION OF THE SUPERHUMAN ROLE.

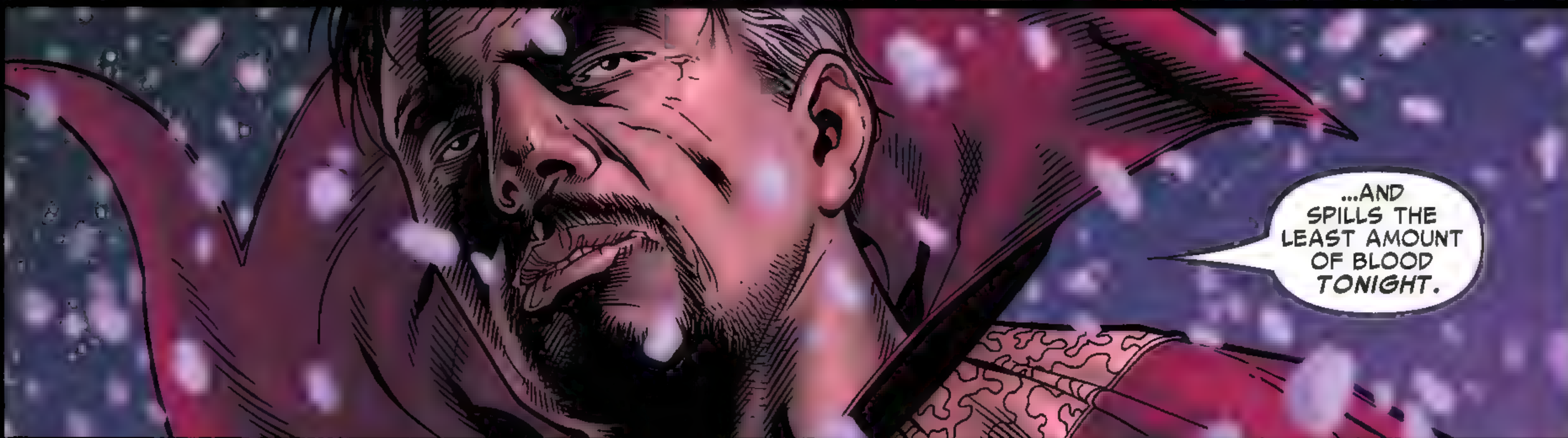


AS A WATCHER,
I AM MORE THAN
FAMILIAR WITH SUCH
DILEMMAS.



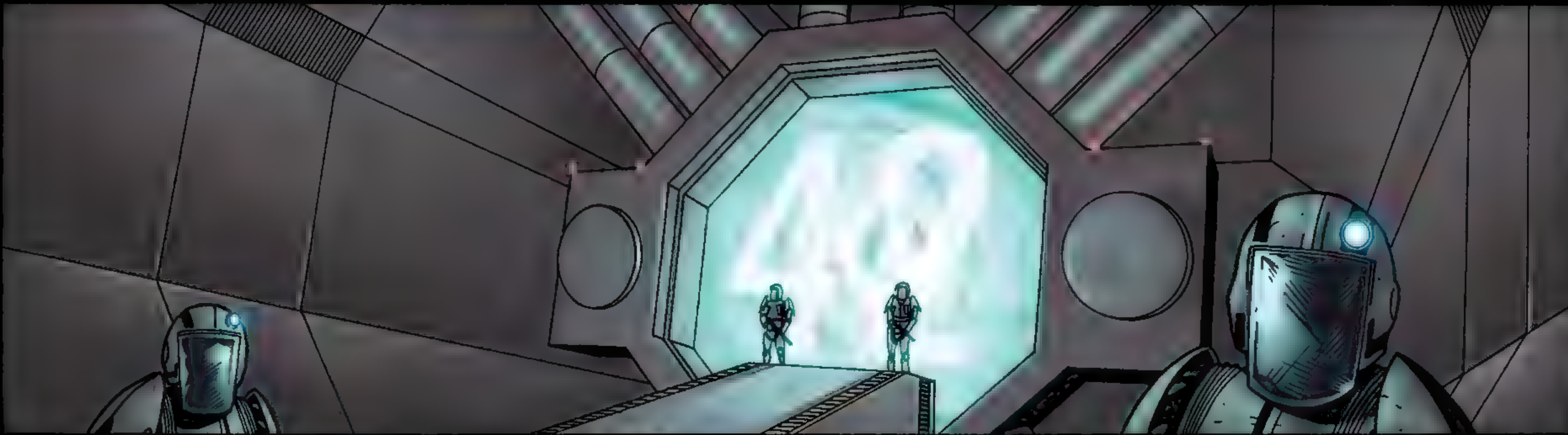
BUT TELL ME: WHY ARE YOU
FASTING IF YOU FAVOR NO SIDE?
WHAT OUTCOME ARE YOU
MEDITATING FOR?

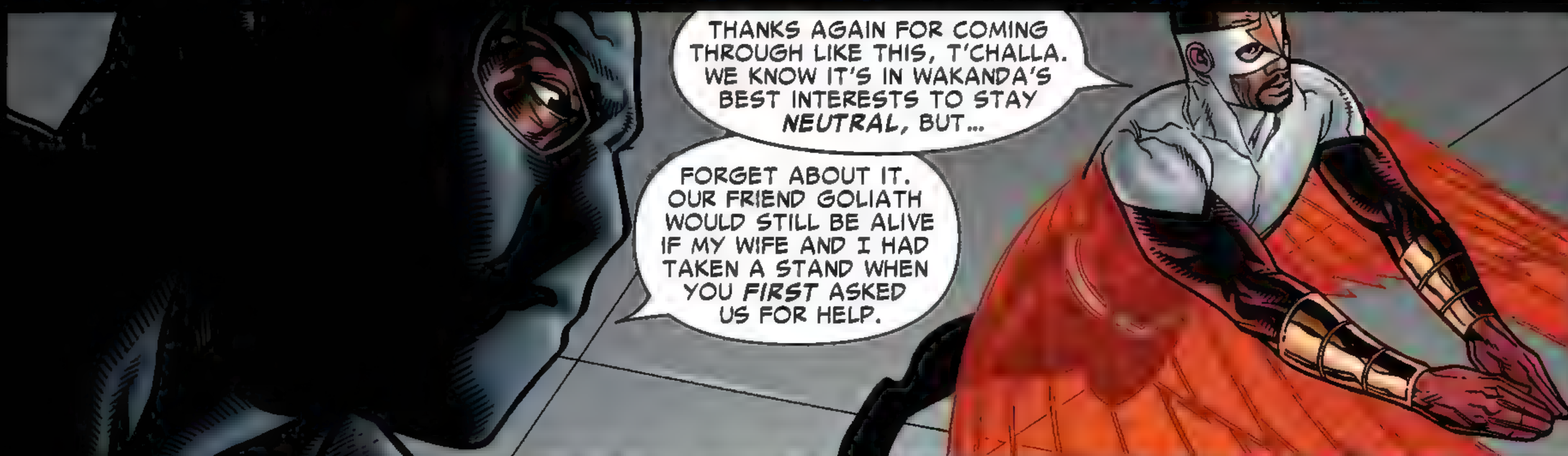
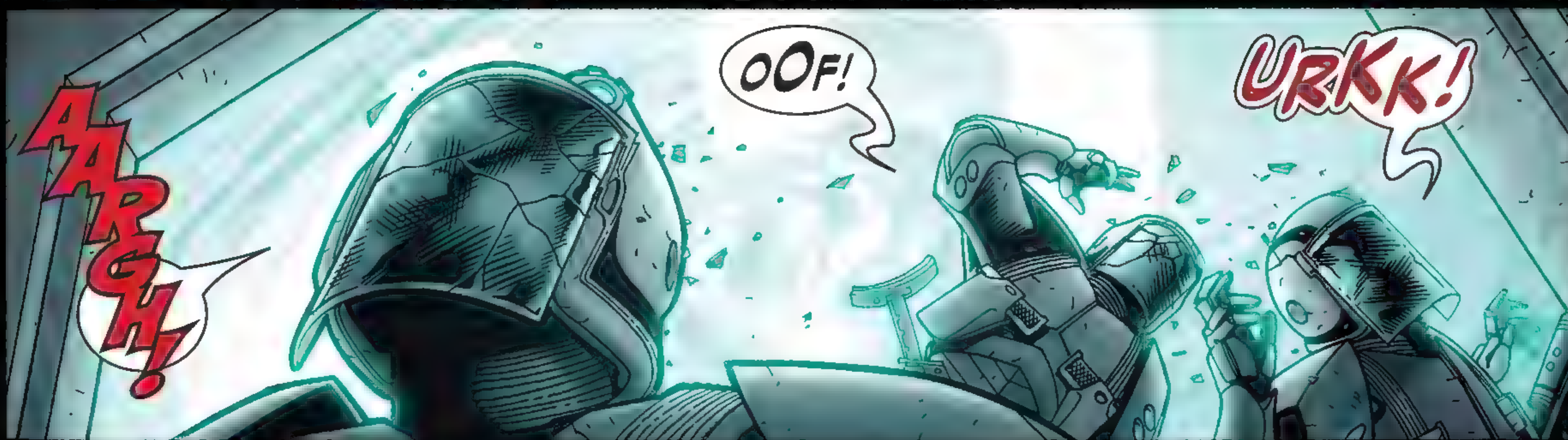
WHICHEVER
VICTORY IS BEST
FOR ALL MANKIND,
MY FRIEND...



...AND
SPILLS THE
LEAST AMOUNT
OF BLOOD
TONIGHT.

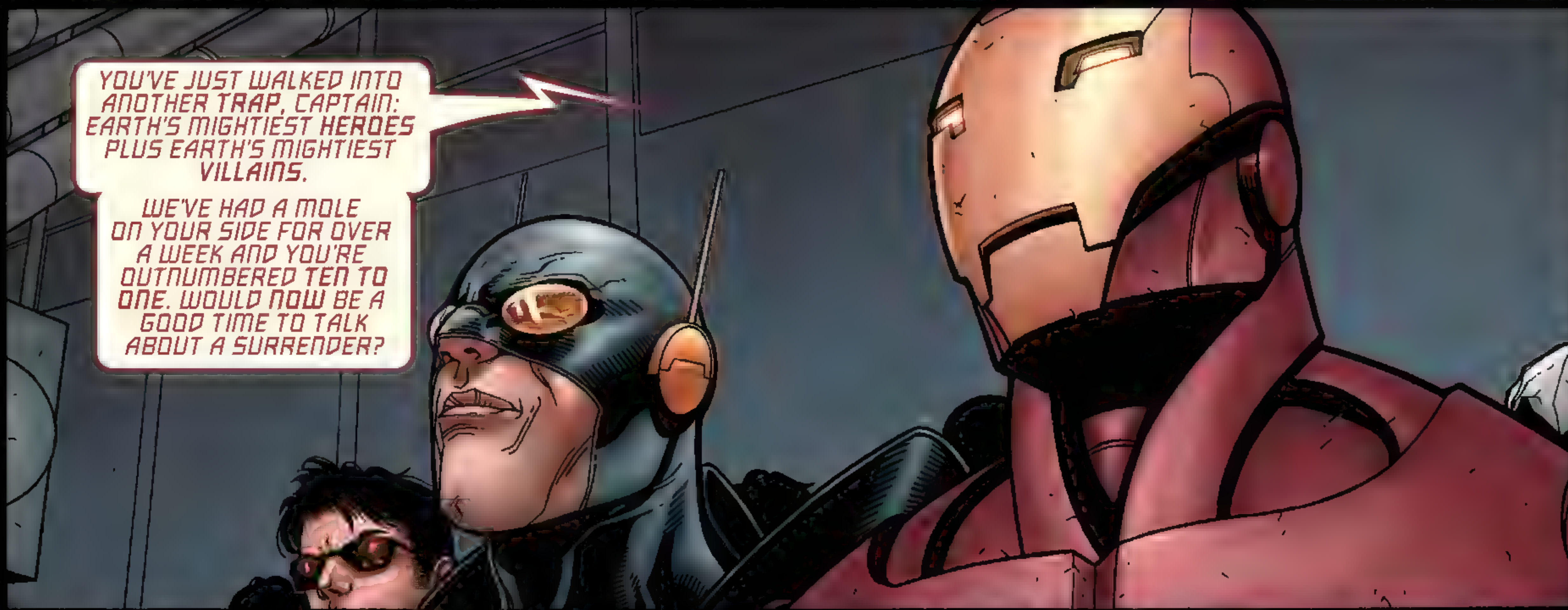
RYKER'S ISLAND PENITENTIARY:







I'M NOT
SURPRISED.



YOU'VE JUST WALKED INTO ANOTHER TRAP, CAPTAIN: EARTH'S MIGHTIEST HEROES PLUS EARTH'S MIGHTIEST VILLAINS.

WE'VE HAD A MOLE ON YOUR SIDE FOR OVER A WEEK AND YOU'RE OUTNUMBERED TEN TO ONE. WOULD NOW BE A GOOD TIME TO TALK ABOUT A SURRENDER?



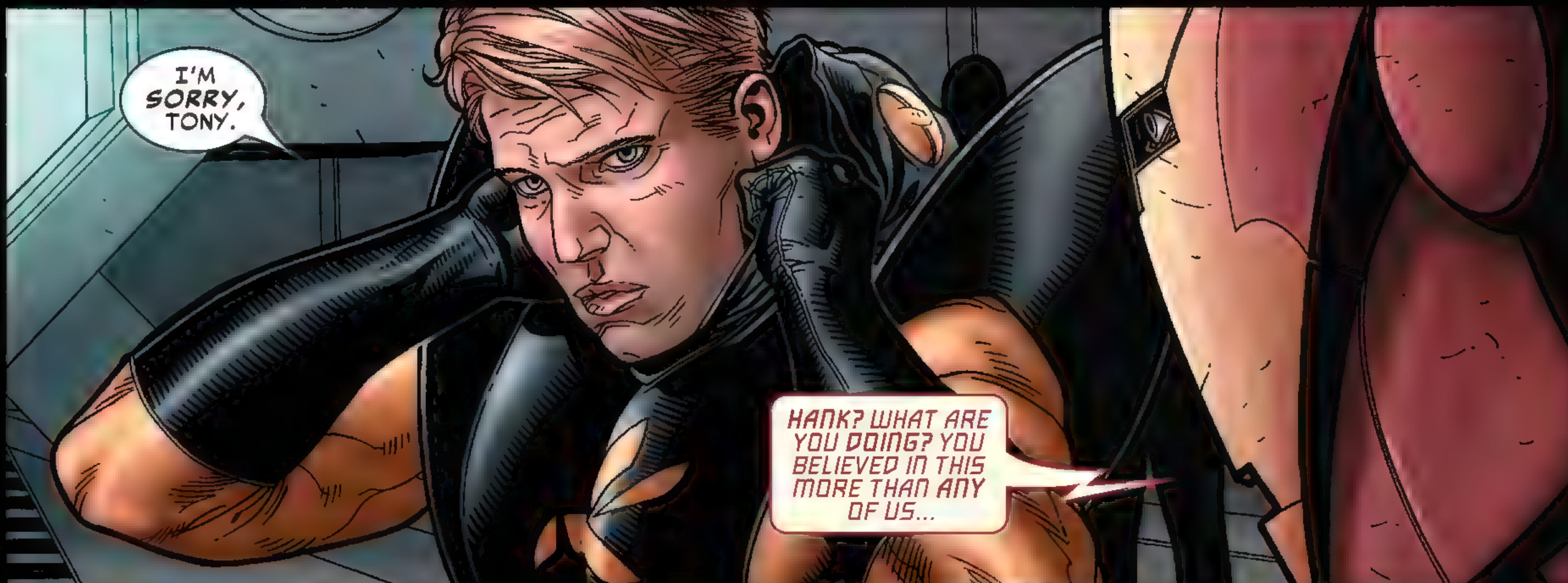
I DON'T THINK SO. IF YOU'RE TALKING ABOUT TIGRA, WE KNEW ALL ABOUT HER, IRON MAN.

WHAT?



YOU'RE NOT THE ONLY ONE WITH A SPY IN YOUR TEAM.

IMPOSSIBLE. THE ONLY PEOPLE WHO KNEW ABOUT TIGRA WERE MYSELF, HANK AND REED.



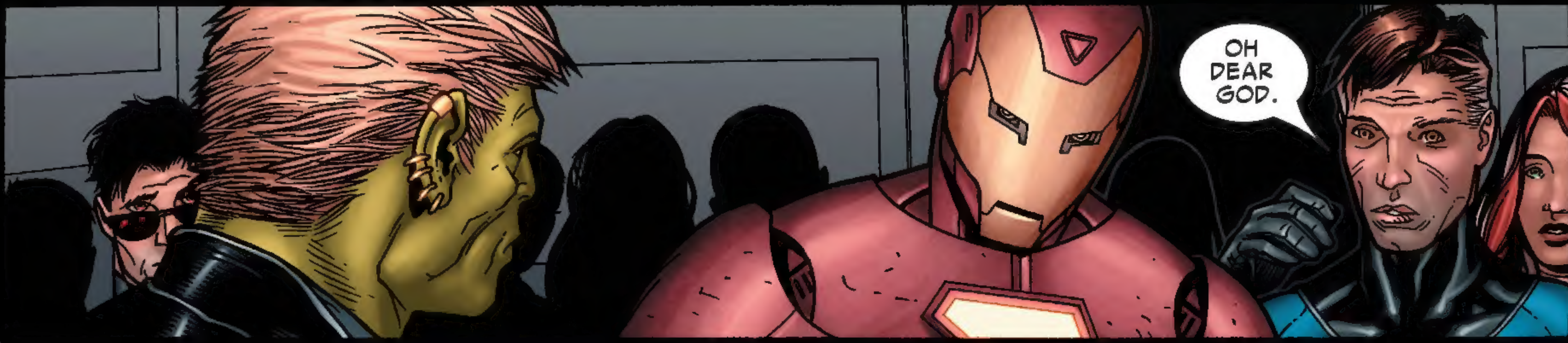
I'M SORRY, TONY.

HANK? WHAT ARE YOU DOING? YOU BELIEVED IN THIS MORE THAN ANY OF US...



OH, BUT I'M NOT HANK. DOCTOR PYM'S BEEN DRUGGED AND UNCONSCIOUS SINCE I KNOCKED HIM OUT AND REPLACED HIM BACK IN ARIZONA THIS MORNING.

I'M HULKLING, THE YOUNG AVENGERS' RESIDENT SHAPE-CHANGER.



OH DEAR GOD.



IF HE COULD MIMIC HANK'S VOICE AND RETINAL PATTERN HE'S HAD FULL AUTHORITY TO DO WHATEVER WE CAN...



THE CELLS.



I BELIEVE THIS EVENS THE ODDS A LITTLE...





NOW CLOSE
YOUR EYES,
GENTLEMEN.

THIS
MIGHT
HURT.

TO BE CONCLUDED...



EMPIRE